

Minutes of the Corporation Board meeting held on Tuesday 10th March 2020 at 4.30pm

Present:	Jeremy Cartwright, Chair Pritpal Singh Nagi David Boughey Julie Obada Steve Sawbridge Stephanie Talbot Sue Blake Jason Lancaster Denise Brown, Principal & CEO Sibgha Amin Dave Hopley (from 5.15pm) Rhiannon Buccheri (from 5.15pm)		
In Attendance:	Maxine Bagshaw, Clerk to the Corporation Antoinette Lythgoe, CFO		
Min. No.		Action By Whom	Action By When
1	CONFIDENTIAL ITEMS		
	It was agreed that confidential items would be recorded on a separate basis.		
2	DECLARATIONS OF INTEREST		
	The Chair reminded everyone present to declare any interests that they may have on matters to be discussed. Standing declarations were noted.		
3	WELCOME, INTRODUCTIONS AND APOLOGIES FOR ABSENCE		
	Jason Lancaster was welcomed to his first meeting. Apologies were received from Rob Fisher, Jo Mountney, Gemma Kay, David Rogers, Andrew McKay, Donna Hazledine and Georgia Fletcher.		
4	MINUTES OF THE MEETING HELD ON 12TH DECEMBER 2019 & 25TH FEBRUARY 2020		
	The minutes were reviewed and it was agreed that they were an		

Signed :  Chair
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	<p>accurate record of discussions.</p> <p>AGREED: to approve as presented the minutes of the meetings held on 12th December 2019 and 25th February 2020.</p>		
5	NOTES OF THE GOVERNOR WORKSHOP HELD ON 16TH & 17TH JANUARY		
	<p>The Board were happy to note the content of the summary provided and it was acknowledged that there were various items for the Board to follow up on.</p> <p>AGREED: to note the content of the summary provided.</p>		
6	ACTION PROGRESS REPORT		
	<p>The Board considered the update provided and questioned whether or not the College was closing off actions quickly enough. It was agreed that the timeline for actions would be reviewed outside the meeting.</p> <p>In relation to line 7, the Board questioned whether the action agreed was 'too much' and asked whether there was a need for Governors to have access to the live system.</p> <p>AGREED: to note the content of the update provided.</p>	Clerk, Chair & Principal	
7	PERFORMANCE MEASURE TARGETS		
	<p>A number of updates were given under the following headings.</p> <p>1) <u>Financial</u></p> <ul style="list-style-type: none"> • Most of the targets are measured at year-end, although there are three very strong indicators; these are: staff utilisation 94%, staff lost time rate 3.45% and average class size 14.7 • The College is working towards its stretch targets • Capital expenditure cap is £400k and the College is seeking more flexibility on this, to avoid a cash sweep position. <p>A challenge from the Board was to have a number of projects ready in case there is 'new money' and to clarify how this would sit with capital expenditure. It was acknowledged that specific grants, if obtained, were likely to be ringfenced.</p> <ul style="list-style-type: none"> • 62% staff costs as a percentage of income is in the right area. <p>2) <u>Brand Equity</u></p>		

	<ul style="list-style-type: none"> • Market share in the City of Stoke on Trent for 16-18 year olds is up compared to the prior year • Percentage split of levy versus non-levy income is 55% to 45% <p>3) <u>Customer Satisfaction</u></p> <ul style="list-style-type: none"> • Student satisfaction survey (FE Choices) is now in progress and an update will be provided at the next meeting. Results are due in May. • Internal student induction survey has been undertaken with good results • Internal student on programme survey is the second survey planned. This should be compared with FE Choices, which is an external survey commissioned by the ESFA. The College internally uses QDP, so that benchmark data can be obtained. • Students feel safe – this figure has dropped to 87% and it is believed that the start of year challenges were the issue here. • Staff satisfaction survey will be issued after all staff have undertaken the SUMO training; the planned date is 3rd April 2020. <p>4) <u>Employer Engagement</u></p> <ul style="list-style-type: none"> • Allocations are all forecast to achieve 100%; however, this is something to watch. That being said, the College is confident in terms of the apprenticeship numbers. • DAS system data funding locks is something to monitor <p>5) <u>Growth</u></p> <ul style="list-style-type: none"> • The College has its first visit tomorrow with Coventry University <p>6) <u>Quality</u></p> <ul style="list-style-type: none"> • The College would not expect to have significant detail regarding these metrics in year • Current retention for 16-18 year olds is 91.8% • Current retention for 19+ is 95.6% <p>A challenge from the Board was that the items need to be RAG rated and progress comments included. It was agreed that the document would be populated for the next meeting.</p> <p>In terms of the information provided, the Board questioned whether there were any concerns that 'withdrawals are waiting'. The Principal expressed the view that she was unsure, at this point in time, whether there are delays to withdrawals or whether staff are just really trying to engage every learner. A challenge</p>	Principal	May 2020
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	<p>from the Board was that the College should look to introduce an automatic withdrawal process and that there is a need to ensure accuracy. In relation to this, it was agreed that the CFO would follow up with the MIS team.</p> <p>The Board asked whether there was intelligence in terms of students views on the surveys that they are asked to complete. The Principal expressed the view it very much depends but explained that students have allocated time to complete the surveys. The Board asked whether there was an opportunity to triangulate information provided. It was confirmed that there is through Student Council meetings and also course representative meetings.</p> <p>The Board asked for an update on the SUMO programme and, for the benefit of new Governors, it was explained that this is cross College training to get all staff 'on the same page' i.e. a cultural alignment piece. The Principal explained that it is a programme of SUMO sessions, followed by coaching. Sessions have now started and, by tomorrow, 165 staff will have completed. She confirmed that there was very positive feedback from staff so far. The aim of this programme is to build resilience and accountability, with staff sharing a common language and feeling that they are part of the same journey.</p> <p>It was agreed that Governors would be invited to participate in the SUMO sessions. This is to integrate in to planned sessions, rather than a separate session. The Principal confirmed that the 'Totally Me' workshops are now taking place and these are mandatory for all staff.</p> <p>In general discussion, Governors all agreed that they wanted to be more involved and connected with staff and they felt that participating in the SUMO sessions would help this.</p> <p>AGREED: to note the content of the update provided.</p>	CFO	March 2020
8	PROGRESS AGAINST THE 5 PILLARS	Principal	March 2020
	<p>The Principal drew Governors attention to the briefing slides for the FE Commissioner visit and, in particular, made reference to slide 4, which gives information on the pace of activity and actions taken.</p> <p>The Board considered the slide titled 'reasons to be confident with 16-18 applications for 2020/21' and asked for an update on student numbers/recruitment. The Principal confirmed the vocational areas are up on previous years, particularly Engineering and Construction. A challenge from the Committee was that it is important to consider carefully how the Open Evenings are setup in terms of support and nurturing. The Principal confirmed that interactive activities are planned, with</p>		

	<p>Student Ambassadors present.</p> <p>The Board then considered the headline success data and it was confirmed that;</p> <ul style="list-style-type: none"> • Locally, the College is keeping pace with the Sixth Form in terms of 16-18 learner progress. There is a resistance to accepting that the level of catch up in Stoke on Trent is severe, impacting on post 16 provision. The Sixth Form gets recognition for it, the College has not. All agreed that there were some mindsets/perspectives to address in terms of the local context. • City of Stoke on Trent Sixth Form 16-18 (2017/18), achievement rates (NAR) 79.1%, with a selective cohort. Ofsted Good with Outstanding features • Stoke on Trent College 16-18 achievement rates (NAR) 77.9%, with open access cohort and Ofsted Requires Improvement • Sixth Form and Stoke on Trent College have exactly the same progress measure in English – much bigger cohort in Stoke on Trent College in 2019 • The Sixth Form is performing better on maths. Much bigger cohort at Stoke on Trent College in 2019 <p>As a general comment, the Board felt that the College, including students, needed to be 'battle ready' at the next inspection, with the College moving away from a deficit position re. support.</p> <p>In relation to Open Events, the Principal confirmed that the College has worked hard to pull these together in to a central space to create a buzz. It was agreed that Governors would be invited to Open Events and give feedback from their independent perspective.</p> <p>The Board made the observation that it is important to reflect on what the College has achieved. They felt that it would be helpful for staff to be reminded, in terms of what is being done and is being achieved, so that they understand they are part of something bigger.</p> <p>The Board considered the information provided in relation to English and maths and it was explained that attendance is weak and therefore it will be a focus for the next monitoring visit. Some of the weak attendance is real; however, there is some recording in registers which are not helpful, with some tutors using an E rather than an A. All agreed that teachers should be able to authorise an absence and this is being reviewed on a student by student basis. In terms of the 'in the room attendance', vocational is circa 85%, with English and maths being between 75-78%.</p> <p>Governors' attention was drawn to the slide headed 'cultural alignment – HR' and the Principal explained that this sets out what the College is specifically doing in terms of improved staff</p>	Principal	2020
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	<p>engagement.</p> <p>AGREED: to note the content of the update provided.</p>		
9	MANAGEMENT ACCOUNTS – JANUARY 2020		
	<p>The CFO introduced these and it was acknowledged that they had been considered in detail by the Transformation, Finance & Resources Committee and had also been emailed out separately. It was confirmed that, going forward, information would be provided as against original budget and reforecast. She confirmed that the College was in a positive position, with £3.3 million cash in the bank as at the end of January 2020. It was noted that the period January to March is where cash is the most challenging for all colleges in the sector. The current position is healthy and gives confidence that there will be no issues going forward.</p> <p>AGREED: to note the content of the monthly Management Accounts presented.</p>		
10	BANK MANDATE		
	<p>The CFO presented her written report and explained that the Colleges bank mandate needs to be updated, given the change in staff. She advised that Paul Martin would be joining the College in May but that interim measures were required to ensure that there are sufficient staff in place to authorise banking arrangements for the College.</p> <p>She advised that there were two signatures from panel A required for a value of between £50-£100k and over £100k there needs to be two signatures from panel A, one of which must be the Principal or Chair/Vice Chair of the Corporation Board.</p> <p>Two signatures from panel B up to £15k. Two signatures from panel A and one from panel B for the value of between £15,001 to £50k.</p> <p>Proposed panel A are</p> <ul style="list-style-type: none"> • Chair/Vice Chair of the Corporation Board • Principal • Chief Financial Officer • Managing Director Commercial <p>Proposed panel B are</p> <ul style="list-style-type: none"> • Director of Finance • Senior Finance Officer • Financial Controller <p>A challenge from the Board was that, for the larger points of expenditure i.e. +£100k, they would want to see one internal and</p>		

one external (governor) signatory to ensure independence. The CFO confirmed that she would change the reference to this in both the Financial Regulations and the mandate.

The CFO made reference to the specific resolution wording required by the bank on the mandate and it was agreed that;

That those indicated in the Resolution 3 Signatories box are authorised on behalf of the Customer;

- a) *To withdraw, purchase or sell or otherwise deal with any of the Customer's property or securities lodged with the Bank for safekeeping and to sign any documentation in connection therewith;*
- b) *To arrange for the discounting of any bills of exchange they (or any of them as applicable) have endorsed on behalf of the Customer and to sign any documentation in connection therewith;*
- c) *Subject always to the terms and conditions applicable to those transactions referred to in clause 3 of Section 2 "The Customer's Agreement with the Bank", to give instructions and sign any agreement (whether committed or optional) with regards to;*
 - i) *The purchase, sale or exchange of any foreign exchange and/or securities;*
 - ii) *Any transactions relating to or involving the purchase, sale exchange, payment or setting off of sums of money determined by reference to present or future interest or currency exchange rates including (without limitation) interest rate and currency swaps, caps, collars and floors, forward rate agreements, forward foreign exchange contracts and options on any such transactions;*
- d) *To instruct the Bank to open additional accounts, of whatever currency, in the same name and right and to sign any application form for this or any secondary or other account;*
- e) *To instruct the Bank to close any accounts, of whatever currency, in the same name and right and sign any necessary paperwork for this, where there is no debit or credit balance involved. If any monies need to be moved in or out of the account to facilitate the closure, then any such instruction must be signed in accordance with Resolution 2;*
- f) *To consent to the Bank's use of information and data for any purpose other than in connection with the operation of any account, and to permit the Bank to disclosure information and data about the Customer to third parties;*

Provided that in all cases the instructions are given in accordance with this Authority

That those indicated in the Resolution 4 Signatories box are authorised on behalf of the Customer;

	<p>a) <i>To sign any indemnities or counter-indemnities in favour of the Bank;</i></p> <p>b) <i>To arrange for the granting of documentary or other credits or the issue of guarantees or other undertakings by the Bank whether within or outside the UK and whether by itself or its correspondents and sign any associated documentation;</i></p> <p>c) <i>To arrange with the Bank from time to time for advances to the Customer by way of loan or overdraft or other credit facility with or without security and to sign any documentation in connection therewith, save that no overdraft may be arranged in respect of any Client Account opened up by the Customer under the terms and conditions relating to the Client Account referred to in Resolution 8;</i></p> <p>d) <i>To approve and execute mortgage(s) or charge(s) over all the assets of the Customer and to approve and execute on behalf of the Customer any documents from time to time required by the Bank relating to or for securing any advances to the Customer or other or any liabilities of the Customer or others to the Bank;</i></p> <p>e) <i>To approve and execute on behalf of the Customer any contract, agreement or other document with the Bank for the provision of banking services;</i></p> <p>i) <i>By telephone;</i></p> <p>ii) <i>By bank card, debit card, credit card, smart card or any other card introduced by the Bank from time to time;</i></p> <p>iii) <i>By email or similar electronic means, such as those available from but not limited to the electronic and online banking products and services on the Lloyds Bank Commercial Banking website (this is the "electronic banking clause")</i></p> <p>iv) <i>By any other means that may be introduced by the Bank from time to time;</i></p> <p>f) <i>To notify the Bank of any change in the main trading address, the registered office or other correspondence address of the Customer;</i></p> <p><i>Provided that in all cases the instructions are given in accordance with this Authority.</i></p> <p>AGREED: to approve the proposed bank mandate update as presented.</p>		
11	STUDENT NUMBERS AND FINANCIAL IMPACT		
	<p>The comprehensive written report from the Executive Director of MIS was reviewed and key matters noted were;</p> <ul style="list-style-type: none"> 16-19 Study Programmes – the RO7 ILR submission shows 1509 funded Study Programme learners, against an allocation of 1640. Recruitment for this provision continues throughout the academic year and the College estimates 		

	<p>that further planned cohorts of Princes Trust and Traineeships will take the College up to 1,555. It was acknowledged that the College is still a way from where it wants to be but does recruit in year.</p> <ul style="list-style-type: none"> • AEB is performing well, with the current projection being that the College will achieve between 96% and 103%; this is with significantly less sub-contracted activity than previous years. • The College has extra numbers coming from the collapse of a private training provider (City College Nottingham). This is mainly ESOL and therefore the College should be able to integrate easily. • The Local Authority has an opportunity to further bid for ESOL funding and there is therefore the potential opportunity to work further with the College. A challenge from the Board was whether or not there was an opportunity here for the College to retain the market share going forward. • Apprenticeship provision – the reforecast position is £2.5 million, which is +£100k on the original budget. Current position is 86%. <p>As an overview, the Board were advised that the College has not yet overachieved in any of its funding categories and therefore there is 'room to manoeuvre'. The DAS data locks were discussed again and assurance was given that staff are working hard to push to resolve with employers.</p> <p>The Board asked for an update on the agreed strategy to increase band 5 learners. It was confirmed that the College does have an increased number of band 5 learners but an issue being experienced is the learners who tip in to the 19+ category before they conclude their learning. It was explained that the College has maximised its study programme hours but that there are some conditions of funding that need to be resolved, specifically in relation to maths and English.</p> <p>The Board asked for an update in terms of the Colleges preparation for non-levy activity moving on the DAS system. It was explained that the College has one more year to work with SME's and that this will help to build relationships and retain employers. All agreed that what the College is known for is what is really important.</p> <p>AGREED: to note the content of the update provided.</p>		
12	COLLEGE FEES POLICY 2020/2021		
	<p>The CFO introduced this item and drew Governors attention to her summary report, which highlights the key changes. It was confirmed that these were reviewed and are recommended for Board approval by the Transformation, Finance & Resources</p>		

	<p>Committee.</p> <p>The Board all agreed that the changes proposed were reasonable and, on that basis, were happy to accept the recommendation from the Transformation, Finance & Resources Committee.</p> <p>AGREED: to approve the updated Colleges Fees Policy for 2020/21 as presented.</p>		
13	HEALTH AND SAFETY UPDATE		
	<p>The Board were advised that the College is dealing with and monitoring the situation regarding Coronavirus on a daily basis. It was confirmed that this has been escalated to the Executive team from the Business Continuity Group. The Board questioned whether the College is able to provide distance learning on a large scale. It was explained that this can be done through the use of Canvas and that staff are currently working to increase content on this.</p> <p>The Board were advised that the ESFA have issued apprenticeship guidance regarding breaks in learning but that the issue is disengagement by study programme learners. The risks and the pinch points are Easter (3rd April for two weeks) and the exam period.</p> <p>The Board were advised that the planned student trip to Italy has been cancelled and they will be visiting Edinburgh instead. It is anticipated that decisions will be taken on a region by region basis. A challenge from the Board was to step up the pace in terms of preparing for remote learning.</p>		
14	INNOVATE, CREATE AND ADAPT		
	<p>The Board were invited to consider a number of detailed updates, these include;</p> <ul style="list-style-type: none"> • Journey to Outstanding (Progress against the 5 Pillar Transformation Plan) • Employee Engagement/External Change Management Support (Progress against the 5 Pillar Transformation Plan) • Curriculum Planning 2020/21, current curriculum plan numbers and what is changing – it was confirmed that this would be reviewed in detail by the Curriculum, Quality & Standards Committee • Timeline for curriculum/apprenticeship planning processes 2021 • Attendance and Retention update • Equality and Diversity update – including monitoring of objectives for 2019/20 • Safeguarding and Prevent update – including the number 		

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	<p>of referrals for the period 1st September to 31st January 2020.</p> <p>The Board discussed the anticipated Governor engagement activity/workshops and it was explained that, whilst they were planned, they have had to be postponed because of other demands. Workshops will take place in relation to;</p> <ul style="list-style-type: none"> • Finance • Business Process Reviews • Curriculum • Risk <p>A challenge from the Board was that the College needs to push ahead on these and persevere in terms of making the necessary arrangements.</p> <p>AGREED: to note the content of the updates provided.</p>		
15	NURTURE STRATEGIC ALLIANCES		
	<p>The Board considered the report prepared by the Managing Director Commercial and it was agreed that this would be reviewed in more detail at the next meeting of Transformation, Finance & Resources Committee. The Board were advised that progress on this is business critical, as part of the reforecast position. Commercial activity remains an area of risk, with process improvements required in relation to orders, invoicing etc. The CFO indicated that greater clarity is required in relation to income and costs associated with sub-contractor activity.</p> <p>The CFO indicated that she monitors the commercial contracts position through the Management Accounts and feels that the College is slow to recognise both income and costs and therefore there is improved link work to be done so that the position is 'sharper'.</p> <p>The Board discussed the update provided in relation to activity undertaken with West Midlands Combined Authority and a challenge from one member of the Board was that there may be further opportunities, as national combined authorities are reporting underspends. A challenge from the Board was to look to increase market share and percentage delivery wherever possible.</p> <p>The Board considered the update given on pipeline strategic partnerships and contracts. In relation to the work being done with NSEG, it was explained that this is mostly Level 3 provision and is considered a real opportunity. A challenge from the Board was to consider opportunities in relation to electric vehicles and associated technology. There is potential regarding an IOT. As an overview, the Principal expressed the view that partnerships and contracts were starting to build traction.</p>		

	<p>The Boards attention was then drawn to a commercial food and beverage business plan, although it was agreed that this would be withdrawn from the meeting, as it had not yet been considered by the Executive.</p> <p>In terms of sub-contracting, commercial and partnership activity, a challenge from the Board was that there needs to be clarity on this and it was agreed that this would be discussed at the Finance workshop planned for next week. It was acknowledged that the College does not have a significant amount of sub-contracted activity.</p> <p>The Boards attention was then drawn to the Foundation Bridge Academy minutes of the Board of Governors meeting held on 6th February 2020. The Board were happy to note this and it was acknowledged that proposals regarding its future are due once there is certainty regarding the financial position, should the College not continue to operate the independent school.</p> <p>AGREED: to note the content of the update provided.</p>	Principal	May 2020
16	PUBLIC VALUES STATEMENT		
	<p>The CFO introduced this item and explained that the prior version was out of date and therefore has been given a refresh. It was acknowledged that this is similar to a charity's objectives.</p> <p>AGREED: to approve the Public Values Statement 2019/20 as presented.</p>		
17	ANNUAL GENDER PAY GAP REPORT		
	<p>The Board considered the information provided and noted that the College has historically made progress but then appears to have slipped back. The Principal expressed the view that the restructure will have impacted upon the position. The Board, whilst happy to approve the official Gender Pay Gap report, did feel that the wraparound data and analysis needed to be better understood. They questioned whether the statistics include Education Business Services (Stoke) Limited. They agreed that they needed to better understand the position between the College, Education Business Services (Stoke) Limited and the combined position. It was agreed that the analysis report would be reviewed by the Transformation, Finance & Resources Committee.</p> <p>AGREED: to note the content of the update provided.</p>	TF&R	April 2020
18	COMMITTEE MINUTES		
	1) <u>Minutes of the Curriculum, Quality & Standards Committee</u>		

	<p><u>meetings held on 11th December 2019 and 11th February 2020</u></p> <p>The Board were happy to note the content of the minutes.</p> <p>2) <u>Minutes of the Transformation, Finance & Resources Committee meetings held on 10th January, 31st January and 28th February 2020</u></p> <p>The Board were happy to note the content of the minutes.</p> <p>3) <u>Minutes of the Audit Committee meeting held on 2nd March 2020</u></p> <p>The Board were happy to note the content of the minutes and all agreed that David Rogers would be a strong addition to this Committee. It was noted that there is a challenge in terms of getting all of the planned Internal Audit work done in 2019/20. The CFO expressed confidence regarding achievement of the plan and the timescales agreed. It was confirmed that quite a lot of work has been done in terms of Risk Management and all agreed that this was a step forward.</p>		
19	AOB		
	There were no items of additional business.		
20	DATE AND TIME OF NEXT MEETING		
	The Clerk confirmed that the next scheduled meeting was Friday 15 th May 2020 at 8.30am.		
	CONFIDENTIAL ITEMS		
	<p>It was agreed that confidential items would be recorded on a separate basis.</p> <p>Meeting closed at 8.30pm.</p>		